

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

CA, INC.,

Plaintiff,

-against-

AMX INTERNATIONAL, INC.,

Defendant.

07-cv-9799 (LTS)

**DECLARATION OF JOHN P. MCENTEE IN SUPPORT OF PLAINTIFF'S MOTION FOR SUMMARY JUDGMENT**

JOHN P. MCENTEE declares, under the penalty of perjury, as follows:

1. I am a member of the firm of Farrell Fritz, P.C., attorneys for plaintiff CA, Inc. (“CA”) in the above-entitled action (“Action”).

2. I submit this declaration is support of CA's motion for partial summary judgment against defendant AMX International, Inc. ("AMX") on the issue of AMX's liability to CA on the First Cause of Action in the Complaint for breach of contract

3. A copy of CA's Complaint, dated November 1, 2007, is attached hereto as Exhibit "A."

4. A copy of AMX's Answer to the Complaint is attached hereto as Exhibit "B."

5. A copy of the Negotiated Settlement Agreement is attached hereto as Exhibit "C."

6. A copy of the Affidavit of Jay Price, sworn to on July 16, 2007, submitted in opposition to CA's prior motion to enforce the Negotiated Settlement Agreement in the Enforcement Action is attached hereto as Exhibit "D."

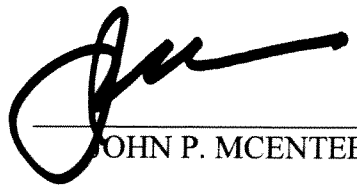
7. A copy of this Court's Decision and Order dated September 19, 2007 in the Enforcement Action is attached hereto as Exhibit "E."

8. A copy of AMX's Certification of Compliance with Court's Order Dated September 19, 2007, dated October 2, 2007 and filed in the Enforcement Action is attached hereto as Exhibit "F."

9. A copy of correspondence between me and Scott Stechman of Lehman & Eilen, LLP, counsel for AMX, reflecting CA's best efforts to resolve the instant dispute is attached hereto as Exhibit "G." In addition to this letter, I spoke to Mr. Stechman on July 2, 2008. During the course of this conversation we attempted to agree on a resolution of the matter in controversy. These efforts were unsuccessful. Moreover, on July 9, 2008 I received a letter from Mr. Stechman stating AMX is unwilling to consent to the entry of an order granting CA summary judgment against AMX on the issue of liability on CA's First Cause of Action for breach of the Negotiated Settlement Agreement, despite AMX's admission of this breach in its Answer.

10. CA respectfully requests, for the reasons set forth in the accompanying Memorandum of Law, that the Court grant CA's motion for partial summary judgment against AMX, on liability only, on CA's First Cause of Action, together with such other and further relief as may be just and proper.

Dated: Uniondale, New York  
July 10, 2008



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JOHN P. MCENTEE